

ASSIGNMENT

WHEREAS, WE, SAID I.A. SHALABY and ESSAM M.A. HOB ALLAH, citizens of Egypt, whose post office addresses are 321 Sudan St., Agouza, Cairo; and D3 - unit 52, Police Assistants Institute St., Tuorah, Maadi, Cairo, respectively, have made an invention entitled "HERBAL COMPOSITIONS AND TREATMENT METHODS" as set forth and described in application for Letters Patent of the United States Serial No. 60/233,856 filed September 20, 2000; and

WHEREAS, ZEYAD TECHNOLOGIES LLC, a limited liability corporation organized and existing under the laws of the State of Delaware and having an office for the transaction of business at 103 Alpine Road, Yonkers, New York 10710, is desirous of acquiring the entire right, title and interest in and to said invention and any improvements thereon, and in and to the said application for Letters Patent therefore, and any Letters Patent which may be obtained therefore;

WHEREAS, ZEYAD TECHNOLOGIES LLC wishes to change its ownership to include SAID I.A. SHALABY AND ESSAM M.A. HOB ALLAH, leaving the ownership of ZEYAD TECHNOLOGIES LLC as follows:

25% interest Zeyad Shahidy

20% interest Said I.A. Shalaby

20% interest Essam M.A. Hob Allah

16% interest William J. Eggers

16% interest Joseph Canepa

3% interest Ayman Abd Elhamid

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, BE IT KNOWN, that WE, SAID I.A. SHALABY and ESSAM M.A. HOB ALLAH, for and in consideration of a forty percent (40%) interest in ZEYAD TECHNOLOGIES and in consideration of the sum of One Dollar (\$1.00) lawful money of the United States or an equivalent amount in Egyptian currency, to us in hand paid by said ZEYAD TECHNOLOGIES LLC, at or before the ensembling and delivery of these presents, the receipt of which is hereby acknowledged, have sold, assigned, transferred and conveyed and by these presents do sell, assign, transfer and convey, unto said ZEYAD TECHNOLOGIES LLC its successors and assigns, the entire right, title and interest in and to the said invention for which is the subject of an application for Letters Patent of the United States entitled "HERBAL COMPOSITIONS AND TREATMENT METHODS", as set forth and described in application for Letters Patent of the United States Serial No. 60/233,856 filed September 20, 2000 and any and all improvements thereon, and in and to said application and any division, continuation or continuation-in-part thereof, and in and to any Letters Patent of the United States which may be issued on any of said applications, and any reissues thereof, and in and to any and all applications for Letters Patent filed in foreign countries for said invention or improvements, including all priority rights under the Paris Convention, and any and all Letters Patent which may be granted in foreign countries therefore, TO HAVE AND TO HOLD THE SAME to the full end of the term or terms for which any and all said Letters Patent may be granted;

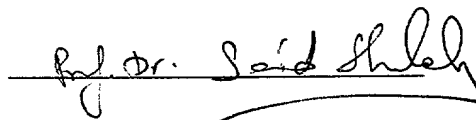
See Above
March 2, 2001
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AND WE, SAID I.A. SHALABY and ESSAM M.A. HOB ALLAH, do hereby authorize and request the Commissioner of Patents and Trademarks to issue the said Letters Patent of the United States to said ZEYAD TECHNOLOGIES LLC, as the assignee of the entire right, title and interest in and to the same, for the sole use and benefit of said ZEYAD TECHNOLOGIES LLC, its successors and assigns;

AND WE, SAID I.A. SHALABY and ESSAM M.A. HOB ALLAH, for the considerations aforesaid, do hereby covenant and agree to and with ZEYAD TECHNOLOGIES LLC, its successors and assigns, that we have the full power to make this assignment, and that the rights assigned are not encumbered by any grant, license or right heretofore given, and that we, our executors or administrators, shall and will do all lawful acts and things and make, execute and deliver without further compensation, any and all other instruments in writing, further applications, papers, affidavits, powers of attorney, assignments, and other documents which, in the opinion of counsel for ZEYAD TECHNOLOGIES LLC, its successors and assigns, may be required or necessary more effectively to secure to and vest in said ZEYAD TECHNOLOGIES LLC, its successors and assigns, the entire right, title and interest in and to said invention and improvements, applications, Letters Patent, rights, titles, benefits, privileges, and advantages hereby sold, assigned, transferred and conveyed, and that we will sign any applications for reissue which may be desired by the owner of the patent or patents which may be issued for the said invention or improvements.

IN WITNESS WHEREOF, WE, SAID I.A. SHALABY and ESSAM M.A. HOB ALLAH, have hereunto set our hands and seals on the date below written.

Subscribed and executed at Cairo, Egypt on 10 January 2001.
(Place) (Date)


SAID I.A. SHALABY

Witness:  WILLIAM EBERS
(Type Name)

Witness: Zeyad Shalaby ZEYAD SHALABY
(Type Name)